

Number of Company: 02682392

INSOLVENCY ACT 1986

COMPANY LIMITED BY SHARES

***Written Resolutions
Pursuant to the Companies Act
of
Gearworks Limited
(‘the Company’)***

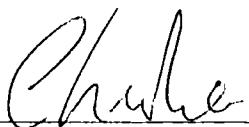
Certified copy of resolutions passed on 9 June 2022 as written resolutions in accordance with the requirements of sections 288 to 300 of the Companies Act 2006 by the requisite majority of the members of the Company:

As special resolutions in accordance with section 283 of the Companies Act 2006:

- 1 "That the Company be wound-up voluntarily".
- 2 "That the Joint Liquidators be and they are hereby authorised to distribute all or part of the assets in such proportions as they mutually agree and that they are hereby authorised to divide among the members in specie the whole or any part of the assets of the Company".

As ordinary resolutions in accordance with section 282 of the Companies Act 2006:

- 3 "That Simon David Chandler and Conrad Alexander Pearson of Mazars LLP, 1st Floor, Two Chamberlain Square, Birmingham, B3 3AX be and they are hereby appointed Joint Liquidators for the purpose of such winding-up".
- 4 "That the Joint Liquidators be authorised to act jointly and severally".
- 5 "That the Joint Liquidators' remuneration be agreed as a fixed fee of £4,500 plus disbursements and VAT and that this amount be invoiced to The Pebble Group Plc for settlement."
- 6 "That the Joint Liquidators will provide periodic information disclosing the remuneration, disbursements and expenses incurred in the liquidation, however, such information will not require compliance with Statement of Insolvency Practice 9 – Payments to Insolvency Office Holders and Their Associates from an Estate."



Christopher Lee - Director

Dated: 9 June 2022